

BOND NO. SUR0000515

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

United States District Court
Southern District of Texas
FILED

FEB 05 2010

BAKER HUGHES INCORPORATED, and
BAKER PETROLITE CORPORATION

Plaintiffs,

v.

NALCO COMPANY

Defendant.

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CIVIL ACTION NO. 4:09-cv-01885

JURY TRIAL DEMANDED

Clerk of Court

BOND TO SECURE DAMAGES ON PRELIMINARY INJUNCTION

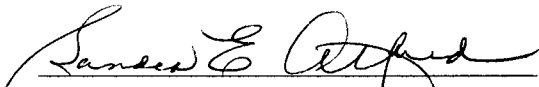
WHEREAS, on December 11, 2009, Baker Hughes Incorporated ("BHI") obtained from the United States District Court for the Southern District of Texas Houston Division a Preliminary Injunction against Nalco Company ("Nalco").


WHEREAS, the Preliminary Injunction was issued on condition that BHI execute and file a good and sufficient bond in the amount of \$1,000,000.00 for the payment of any costs and damages sustained by any party found to have been wrongfully enjoined or restrained.

NOW, THEREFORE, BHI and Argonaut Insurance Company, which has an office and usual place of business at 225 W. Washington, 6th Floor, Chicago, IL 60606, undertake and promise to pay up to the sum of \$1,000,000.00 for any costs and damages that Nalco may sustain as a result of the Preliminary Injunction if it is determined by the Court that Nalco was wrongfully enjoined or restrained.

PROVIDED, HOWEVER, that in no event shall the surety's liability exceed the penal sum of this bond.

DATED this the 4th day of February, 2010.

By: 
Name: SANDRA E. ALFORD
Title: CORPORATE SECRETARY
BAKER HUGHES INCORPORATED

By: 
Name: Florence McClellan
Title: Attorney-in-Fact
Argonaut Insurance Company
225 W. Washington, 6th Floor
Chicago, IL 60606

On behalf of the United States District Court for the Southern District of Texas, I have accepted and filed this bond on February ___, 2010.

Michael N. Milby, Clerk

By: _____
Deputy Clerk
United States District Court
Southern District of Texas

JUSTIFICATION OF SURETY

State of Texas
County of Harris

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Florence McClellan, being duly sworn, deposes and says:

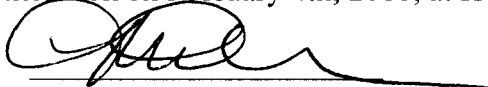
I am the Attorney-in-Fact of Argonaut Insurance Company, a surety in the attached bond.

Argonaut Insurance Company is a corporation duly licensed to do business in the State of Texas as an admitted surety insurer. Therefore, Argonaut Insurance Company is qualified to act as surety on this bond under *Section 9304(a) of Title 31 of the United States Code*.

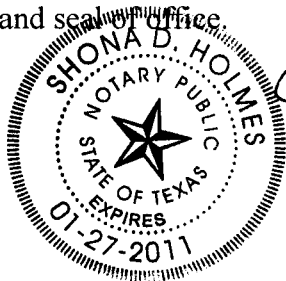
Argonaut Insurance Company has made all filings with the Secretary of the Treasury required by *Section 9305 of Title 31 of the United States Code*, and the Secretary has authorized Argonaut Insurance Company to provide surety bonds under *Section 9304 of Title 31 of the United States Code*.

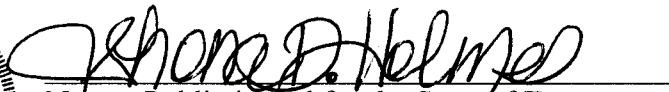
Argonaut Insurance Company was incorporated in the State of Texas, and therefore makes this bond within the territorial limits prescribed in *Section 9306 of Title 31 of the United States Code*.

I signed this Affidavit of Justification on February 4th, 2010, at Houston, TX.


Florence McClellan

SUBSCRIBED AND SWORN TO before me on the 4th day of February 2010, to certify which witness my hand and seal of office.




Notary Public in and for the State of Texas
My commission expires January 27, 2011

Argonaut Insurance Company
225 W. Washington, 6th Floor
Chicago, IL 60606

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the Argonaut Insurance Company, a Corporation duly organized and existing under the laws of the State of Illinois and having its principal office in the County of Cook, Illinois does hereby nominate, constitute and appoint:

R. F. Bobo, Jon Douglas Burnham, Maria Cantu, Shona D. Holmes, Angela P. Hyle, Timothy F. Kelly, John A. Martinez, Florence McClellan, and Mary Pierson

its true and lawful agent and attorney-in-fact, to make, execute, seal and deliver for and on its behalf as surety, and as its act and deed any and all bonds, contracts, agreements of indemnity and other undertakings in suretyship provided, however, that the penal sum of any one such instrument executed hereunder shall not exceed the sum of:

\$15,000,000.00

This Power of Attorney is granted and is signed and sealed under and by the authority of the following Resolution adopted by the Board of Directors of Argonaut Insurance Company:

"RESOLVED, That the President, Senior Vice President, Vice President, Assistant Vice President, Secretary, Treasurer and each of them hereby is authorized to execute powers of attorney, and such authority can be executed by use of facsimile signature, which may be attested or acknowledged by any officer or attorney, of the Company, qualifying the attorney or attorneys named in the given power of attorney, to execute in behalf of, and acknowledge as the act and deed of the Argonaut Insurance Company, all bond undertakings and contracts of suretyship, and to affix the corporate seal thereto."

IN WITNESS WHEREOF, Argonaut Insurance Company has caused its official seal to be hereunto affixed and these presents to be signed by its duly authorized officer on the 15th day of September, 2008.

Argonaut Insurance Company

By: _____

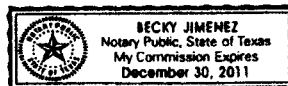
Michael E. Arledge, President

STATE OF TEXAS

COUNTY OF BEXAR SS:

On this 15th day of September, 2008 A.D., before me, a Notary Public of the State of Texas, in and for the County of Bexar, duly commissioned and qualified, came THE ABOVE OFFICER OF THE COMPANY, to me personally known to be the individual and officer described in, and who executed the preceding instrument, and he acknowledged the execution of same, and being by me duly sworn, deposed and said that he is the officer of the said Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and the said Corporate Seal and his signature as officer were duly affixed and subscribed to the said instrument by the authority and direction of the said corporation, and that Resolution adopted by the Board of Directors of said Company, referred to in the preceding instrument is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed my Official Seal at the County of Bexar, the day and year first above written.



Becky Jimenez

(Notary Public)

I, the undersigned Officer of the Argonaut Insurance Company, an Illinois Corporation, do hereby certify that the original POWER OF ATTORNEY of which the foregoing is a full, true and correct copy is still in full force and effect and has not been revoked.

IN WITNESS WHEREOF, I have hereunto set my hand, and affixed the Seal of said Company, on the 4th day of February, 2010.

Robert F. Thomas

Robert F. Thomas, Vice President